

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

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IN RE	: <b>MASTER FILE NO:</b>
VISA CHECK/MASTERMONEY ANTITRUST	: <b>CV-96-5238</b>
LITIGATION	: <b>(Gleeson, J.) (Orenstein, M.J.)</b>
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This Document Relates To	:
All Actions:	:
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**DECLARATION OF JASON J. ENZLER**

Pursuant to 28 U.S.C. § 1746, Jason J.ENZler declares as follows:

1. I am an attorney admitted to practice in the State of New York and admitted pro hac vice in the United States District Court for the Eastern District of New York. I am associated with Constantine Cannon LLP, Co-Lead Counsel along with Hagens Berman Sobol Shapiro LLP (together, "Lead Counsel") for the Plaintiff Class in this action. This declaration is submitted pursuant to the Court's July 13, 2009 Order to Show Cause (the "July 13 Order"), and in support of Lead Counsel's July 2, 2009 application (the "July 2 Application") to amend this Court's order, entered April 29, 2009, authorizing the securitization of the remaining settlement account payments of MasterCard International Incorporated (the "Proposed Amended Securitization Order"), sought in connection with the Agreement To Prepay Future Payments At A Discount between Lead Counsel and MasterCard, dated July 1, 2009 (the "Prepayment Agreement"). A true and correct copy of the July 13 Order is annexed hereto as Exhibit A.

2. The July 13 Order required, *inter alia*, the immediate posting of the July 13 Order, the July 2 Application, and supplemented report of the Independent Expert on the case website at [www.inrevisacheckmastermoneyantitrustlitigation.com](http://www.inrevisacheckmastermoneyantitrustlitigation.com) (the "Case Website") and Lead Counsel's website at [www.constantinecannon.com](http://www.constantinecannon.com) ("Lead Counsel's Website" and,

collectively, the “Websites”).<sup>1</sup> See Exhibit A at 1-2. The July 13 Order further required Lead Counsel to file, on or before July 17, 2009, a declaration identifying the information regarding the Proposed Amended Securitization Order that Lead Counsel provides to Class Members in any trade publications or other media, the dates of such disclosures, and the names of the periodicals or media used. See Exhibit A at 2. The following sets forth the efforts undertaken by Lead Counsel to date in connection with the publication directed by the July 13 Order.<sup>2</sup>

### **July 13 Merchant Advisory**

3. On July 13, 2009, Lead Counsel posted the July 13 Order on the Websites. In addition, Lead Counsel published a notice regarding the July 13 Order, entitled “Merchant Advisory on the MasterCard Agreement to Prepay Future Payments at a Discount” (the “July 13 Merchant Advisory”) which was prominently posted on the Websites. Those postings remain active to date. Annexed hereto as Exhibit B is a true and correct copy of the July 13 Merchant Advisory. Annexed hereto as Exhibit C are print-outs of the Websites’ home pages reflecting the July 13 Merchant Advisory postings and related documents posted on the Websites.

4. The July 13 Merchant Advisory informs Class Members of the July 2 Application, the July 13 Order, and the briefing schedule and hearing date for objecting to the Proposed Amended Securitization Order. The July 13 Merchant Advisory also instructs Class Members on how to access copies of the July 13 Order, as well as the July 2 Application and supporting papers.

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<sup>1</sup> In addition, the July 13 Order required Lead Counsel to serve by mail copies of these documents to “all parties who have appeared in this or any related case.” See Exhibit A at 1-2. Lead Counsel, therefore, served the documents by mail on each party that filed a Notice of Appearance in this action.

<sup>2</sup> Before the issuance of the July 13 Order, Lead Counsel already had undertaken efforts to notify Class Members of the Proposed Amended Securitization Order and the Prepayment Agreement, as set forth in correspondence from Robert L. Begleiter to the Court, dated July 10, 2009, to which the Court is respectfully referred.

5. As of July 13, the documents made available on the Websites were the (i) July 13 Order, (ii) July 2 Application; (iii) Prepayment Agreement; and (iv) Proposed Amended Securitization Order. The Supplemental Report of Independent Expert, dated July 14, 2008, was posted on the Websites on July 15, 2009, the same day it was docketed.<sup>3</sup> *See* Exhibit C.

6. On July 13, 2009, Lead Counsel also issued a press release on the PR Newswire. That notice was substantially similar to the July 13 Merchant Advisory. Annexed hereto as Exhibit F is a true and correct copy of an email confirming the July 13 press release.

7. Additionally, the July 13 Merchant Advisory was also directly provided via electronic mail on July 13, 2009, to the following twelve trade groups:

- (i) American Petroleum Institute;
- (ii) Food Marketing Institute;
- (iii) National Association of Chain Drug Stores;
- (iv) National Association of College Stores;
- (v) National Association of Convenience Stores;
- (vi) National Association of Travel Plazas and Truckstops;
- (vii) National Council of Chain Restaurants;
- (viii) National Grocers Association;
- (ix) National Restaurant Association;
- (x) National Retail Federation;
- (xi) Petroleum Marketers Association of America; and
- (xii) Retail Industry Leaders Association.

8. On July 14, 2009, the Spanish version of the July 13 Merchant Advisory was posted at the Case Website. Annexed hereto as Exhibit G is a true and correct copy of the Spanish version of the July 13 Merchant Advisory. On July 15, 2009, the Spanish version of the July 13 Merchant Advisory was posted at Lead Counsel's Website and was issued to the PR

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<sup>3</sup> While the July 13 Order directed Lead Counsel to post the Supplemental Report of Independent Expert on July 13, 2009, the Independent Expert did not make that submission to the Court until July 14, 2008, at which time Lead Counsel complied with the July 13 Order as quickly as possible. *See* Correspondence from Robert L. Begleiter to the Court, dated July 13, 2009, and the Certificate of Service of Jeremy Murphy, dated July 15, 2009, annexed hereto as Exhibits D and E, respectively.

Newswire-Hispanic PR Newswire. Annexed hereto as Exhibit H is a true and correct copy of an email confirming the July 13 Merchant Advisory release to the PR Newswire-Hispanic PR Newswire.

**Disclosures Made In Trade Periodicals**

9. Although Lead Counsel previously published Class notifications in print versions of certain trade publications, the Claims Administrator informed us that, due to lead times, none of the trade publications are able to publish notices in their hard copy publications that would provide sufficient notice before the August 3, 2009 deadline for filing objections. As a result, Lead Counsel will post banner advertisements regarding the Proposed Amended Securitization Order and the Prepayment Agreement with a link to the Case Website on the online versions of the following trade publications, each of which will be live for five days from July 20 to July 24, 2009:

- (i) Chain Store Age;
- (ii) Convenience Store News;
- (iii) Retailing Today (formally known as DSN Retailing Today);
- (iv) Retail Merchandiser;
- (v) RIS/Retail Info Systems News; and
- (vi) Stores.

Annexed hereto as Exhibit I is a true and correct copy of the text of the banner advertisements to be posted at the online versions of these trade publications.

**Additional Disclosures**

10. On July 16, 2009, Lead Counsel published notices of the July 2 Application and July 13 Order in The Wall Street Journal and USA Today which were substantially similar to the July 13 Merchant Advisory. Annexed hereto as Exhibit J are true and correct copies of the notices published in The Wall Street Journal and USA Today.

11. Lead Counsel will also post banner advertisements on the following websites

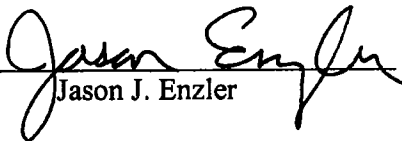
from July 20 to 24, 2009, which will be substantially similar to the banner advertisements to be posted on the online versions of the trade publications described above:

- (i) 24/7 RON;
- (ii) AOL;
- (iii) AOL Latino (Spanish language);
- (iv) CNN;
- (v) Weather; and
- (vi) Univison (Spanish language).

12. In addition to the efforts to provide notice in Spanish mentioned above, Lead Counsel will run notices in the twenty-five Spanish language newspapers across the country on various days between July 22 and July 24, 2009.<sup>4</sup> Aside from the language difference, the notices will be substantially similar to those published in The Wall Street Journal and USA Today.

I declare under penalty of perjury that the forgoing is true and correct to the best of my knowledge.

Dated: July 17, 2009  
Washington, DC

  
Jason J. Enzler

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<sup>4</sup> The Claims Administrator is waiting on confirmations of dates from four of the twenty-five newspapers.